

**Amendment to the Interconnection Agreement
Between
Comtel Telecom Assets LP d/b/a VarTec Telecom and
BellSouth Telecommunications, Inc.
Dated 6/22/2003**

This Amendment is entered into by and between Comtel Telecom Assets LP d/b/a VarTec Telecom VarTec Solutions and Clear Choice Communications, ("VarTec") and BellSouth Telecommunications, Inc. ("BellSouth") hereinafter referred to collectively as the "Parties," to amend that certain Interconnection Agreement between VarTec Telecom, Inc. dated 6/22/2003 ("Interconnection Agreement") to be effective as of the date of the last signature to the amendment.

Whereas, VarTec Telecom Inc. was a debtor in bankruptcy proceedings before the United States Bankruptcy Court for the Northern District of Texas, Dallas Division, Chapter 11, Case No. 04-81694-HDH-11.

Whereas, Pursuant to the "*Stipulation and Order for Assumption and Assignment of Executory Contracts, and Related Cure, Among (I) The Debtor, (II) BellSouth Telecommunications, Inc., and (III) Comtel Telecom Assets LP, and Settlement of Adversary Proceeding No. 05-3233*" ("Stipulation"), dated August 22, 2005, these parties agreed and the U.S. Bankruptcy Court ordered: (a) That pursuant to section 365 of the Bankruptcy Code, effective as Final Closing Date, each of the BellSouth Agreements (defined to include all Interconnection Agreements) shall be deemed assumed by the Debtors and assigned to Comtel; and (b) BellSouth agrees that, as of the Final Closing Date, all applicable requirements for the assumption and assignment of the BellSouth Agreements will be deemed satisfied.

Whereas, BellSouth and Comtel Telecom Assets LP d/b/a VarTec Telecom wish to memorialize that all Parties to this Amendment agree and acknowledge that the Interconnection Agreement dated June 22, 2003 previously executed between BellSouth Telecommunications, Inc. and VarTec Telecom, Inc., and any and all rights and/or obligations set forth therein related to VarTec Telecom, Inc., have been assumed and assigned by Comtel Telecom Assets LP d/b/a VarTec Telecom, VarTec Solutions and Clear Choice Communications.

WHEREAS, as a result of the assumption and assignment the Parties desire that the Interconnection Agreement be amended to reflect the correct corporate entity name.

NOW, THEREFORE, in consideration of the mutual promises and covenants contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby covenant and agree as follows:

1. The parties hereby agree to extend the term of the Interconnection Agreement by ninety (90) days following the date of the last signature of this Amendment. Other than the modification of the expiration date as described in this Amendment, all provisions in Section 2 of the General Terms and Conditions of the Agreement relating to the term and termination of the Interconnection Agreement remain in full force and effect.

2. The name of VarTec Telecom, Inc. ("VarTec"), and for Florida, VarTec Telecom, Inc d/b/a VarTec Telecom and Clear Choice Communications, a Texas corporation ("VarTec") in the Interconnection Agreement is hereby deleted throughout the Interconnection Agreement and replaced with Comtel Telcom Assets LP d/b/a VarTec Telecom; VarTec Solutions and Clear Choice Communications, all trade names of Comtel Telcom Assets LP, a Texas Limited Partnership ("VarTec").

3. All of the other provisions of the Interconnection Agreement, dated 6/22/2003, shall remain in full force and effect.


4. Either or both of the Parties is authorized to submit this Amendment to each Public Service Commission for approval subject to Section 252(e) of the Telecommunications Act of 1996.

IN WITNESS WHEREOF, the Parties have executed this Amendment the day and year written below.

BellSouth Telecommunications, Inc.

**Comtel Telcom Assets LP d/b/a
VarTec Telecom; Comtel Telcom
Assets LP d/b/a VarTec and Clear
Choice Communications; Comtel
Telcom Assets LP d/b/a VarTec
Solutions, all trade names of Comtel
Telcom Assets LP**

By:



Name: Kristen Shore

Title: Director

Date:

12/11/06

By Its General Partner: Comtel Telcom
Assets Inc:



Name: Jerry Ou

Title: Chief Operating Officer

Date: December 8, 2006

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